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BUYERQUEST, INC.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

TRADESHIFT, INC., a Delaware corporation,	)	CASE NO. 3:20-cv-01294-RS
	)	
Plaintiff,	)	<b>DECLARATION OF ANTHONY D.</b>
	)	<b>PHILLIPS IN SUPPORT OF</b>
vs.	)	<b>BUYERQUEST, INC.'S</b>
	)	<b>ADMINISTRATIVE MOTION TO FILE</b>
BUYERQUEST, INC., an Ohio corporation,	)	<b>UNDER SEAL EXHIBITS TO MOTION</b>
	)	<b>FOR SUMMARY JUDGMENT AND TO</b>
Defendant.	)	<b>FILE REDACTED MOVING PAPERS</b>

*[Proposed] Order filed concurrently  
herewith*

Judge: Hon. Richard Seeborg  
Courtroom: 3 (17th Floor)

Complaint Filed: February 20, 2020  
**Trial: November 1, 2021**

**DECLARATION OF ANTHONY D. PHILLIPS**

I, Anthony D. Phillips, declare as follows:

1. I am an attorney in good standing and licensed to practice law before the Courts of the State of California and before this Court.

2. I am a partner in the San Francisco office of the law firm of Gordon Rees Scully Mansukhani, LLP, counsel for defendant BuyerQuest, Inc. ("BuyerQuest") in the above-captioned action.

3. Pursuant to Civil Local Rule 79-5(e), I submit this declaration in support of BuyerQuest, Inc.'s Administrative Motion to Seal. If called upon to testify as to the contents of this declaration, I could and would do so truthfully and competently.

4. Exhibits A-1, A-2, A-3, I, M, P, R, T, V-1, Y, Z, and BB to the Declaration of Anthony D. Phillips in support of BuyerQuest, Inc.'s Motion for Summary Judgment have been designated as Confidential by BuyerQuest under the operative Protective Order in this case (ECF 35).

5. Exhibits A-1, A-2, and A-3 comprise the Tradeshift-BuyerQuest Agreement that is at issue in this litigation. It contains pricing and other sensitive business information of the parties and includes a confidentiality provision governing disclosure of its terms (*see*, Ex. A-1 § 5.1).

6. Exhibit I comprises excerpts of the April 20, 2021 deposition transcript of Jack Mulloy. It involves testimony related to documents designated Confidential, and includes and references payment, financial and other sensitive business information of the parties.

7. Exhibit M comprises excerpts of the May 11, 2021 deposition transcript of Debbie Gillman. It involves testimony related to documents designated Confidential, and includes and references technical and other sensitive business information of the parties.

8. Exhibit P comprises excerpts of the May 7, 2021 deposition transcript of Peter Van Pruissen. It involves testimony related to documents designated Confidential, and includes and references financial and other sensitive business information of Tradeshift.

9. Exhibit R comprises excerpts of the May 13, 2021 deposition transcript of Christian Lanng. It involves testimony related to documents designated Confidential, and includes and references financial and other sensitive business information of Tradeshift.

10. Exhibit T is a document BuyerQuest produced, bates stamped BQ000005, and designated Confidential. This document is an invoice issued by BuyerQuest to Tradeshift, and includes and references prices and other sensitive business information of the parties.

11. Exhibit V-1 comprises excerpts of the April 14, 2021 deposition transcript of Dan

1 Roehrs. It involves testimony related to documents designated Confidential, and includes and  
2 references sensitive business information of Tradeshift.

3 12. Exhibit Y comprises excerpts of the April 16, 2021 deposition transcript of Luke  
4 Batman. It involves testimony related to documents designated Confidential, and includes and  
5 references payment, financial and other sensitive business information of the parties.


6 13. Exhibit Z is a document BuyerQuest produced, bates stamped BQ059229-235, and  
7 designated Confidential. This document reflects email correspondence between BuyerQuest and  
8 Tradeshift regarding overdue payments owed by Tradeshift to BuyerQuest, and includes and  
9 references prices and other sensitive business information of the parties.

10 14. Exhibit BB comprises excerpts of the April 29, 2021 deposition transcript of Sean  
11 Norton. It involves testimony related to documents designated Confidential and Highly  
12 Confidential – Attorneys Eyes Only, and includes and references technical, financial, contractual,  
13 and other sensitive business information of the parties.

14 15. In conjunction with this Motion, BuyerQuest lodges unredacted copies of Exhibits  
15 A – D, F – R, T – Z, AA, BB, CC, FF, GG, and HH under seal pursuant to Rule 79-5(e) to  
16 preserve their confidential treatment.

17 I declare under penalty of perjury under the laws of the United States of America that the  
18 foregoing is true and correct.

19 Executed this 4th day of August at San Francisco, California.

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21  
22   
23 ANTHONY D. PHILLIPS